



the AMAZING SPIDER-MAN

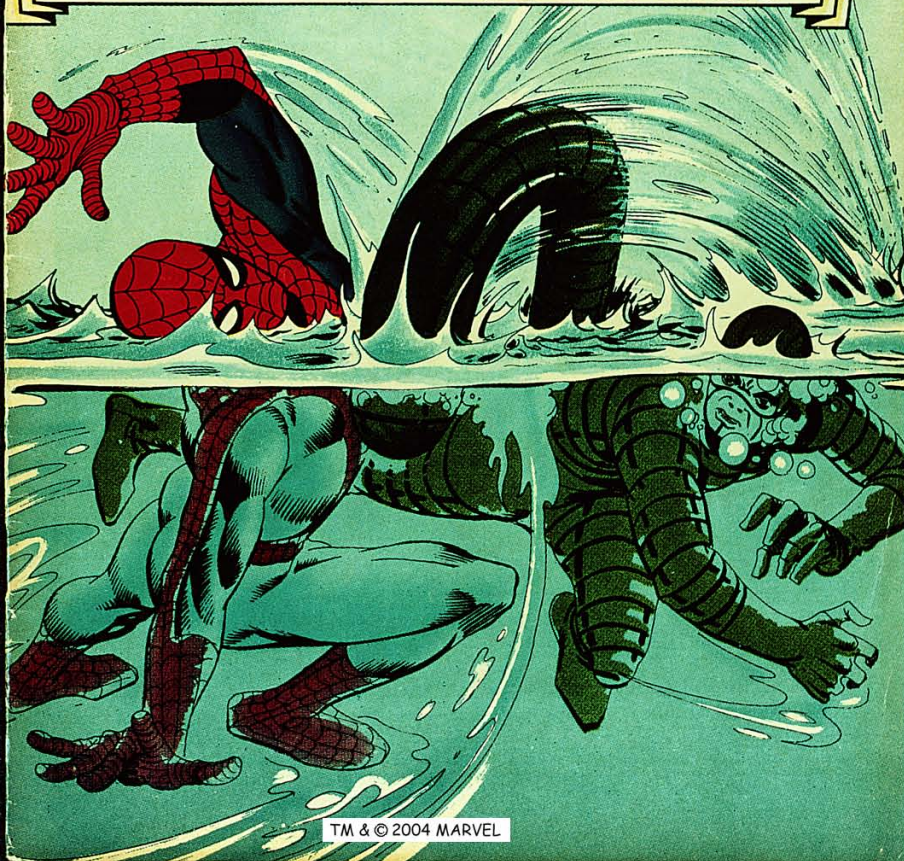
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SPIDER-MAN

"NEVER STEP ON A SCORPION!"

OR...

"..YOU THINK IT'S EASY TO DREAM UP TITLES LIKE THIS?"

ON THE SURFACE, THIS MAY SEEM TO BE A SUPER-HERO ACTION THRILLER! BUT, IF YOU PROBE DOWN DEEP, IF YOU ANALYZE EACH SUBTLE NUANCE, IF YOU DISSECT EACH PHILOSOPHICAL PHRASE, IF YOU STUDY EACH NON-EXISTENTIALISTIC PANEL, YOU'LL DISCOVER THAT IT ACTUALLY IS... A SUPER-HERO ACTION-THRILLER!

Writing and Editing by: **STAN LEE**
Plotting and Drawing by: **STEVE DITKO**
Lettering and Loafing by: **SAM ROSEN**

WHEN ACADEMY AWARD TIME ROLLS AROUND, LEAVE US NOT FORGET...

AMAZING SPIDER-MAN is published by NON-PAREIL PUBLISHING CORP. OFFICE OF PUBLICATION: 625 MADISON AVENUE, NEW YORK, N.Y. 10022. Published monthly. Copyright 1965 by NON-PAREIL PUBLISHING CORP., 625 Madison Avenue, New York, N.Y. 10022. Vol. 1, No. 29, OCTOBER 1965 issue. Price 12¢ per copy. Subscription rate \$1.75 and \$2.25 Canada for 12 issues including postage. Foreign subscriptions \$3.25 in American funds. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. Printed in the U.S.A. by The Eastern Color Printing Co., Waterbury 20, Conn. Martin Goodman, Publisher.

EVEN THE WORLD'S MOST AMAZING SUPER-HERO CAN'T WEAR A COSTUME ALL THE TIME...

HMM... LAST YEAR'S CLOTHES ARE GETTING TOO TIGHT ON ME! I MUST HAVE PUT ON SOME WEIGHT! I'D BETTER INVEST IN SOME NEW DUDS!



LATER, AT PETER PARKER'S LOCAL BANK...

HERE'S YOUR MONEY, MR. PARKER!

THIS PRACTICALLY CLEANS ME OUT! I'D BETTER NOT SPEND IT TOO FAST!



AS A MATTER OF FACT, I'LL DROP IN AND SEE BETTY BRANT WHILE I'M IN THE NEIGHBORHOOD!

I CAN GO SHOPPING LATER, WHEN IT'S LESS CROWDED!



BUT, AN EVENT IS TAKING PLACE ACROSS TOWN WHICH WILL DELAY PETER PARKER'S SHOPPING TOUR FOR QUITE A WHILE, AS SOME IRON BARS ARE RIPPED OUT OF A JAILHOUSE WINDOW...

IT WON'T BE LONG NOW!



I WARNED THEM, BUT THEY LAUGHED AT ME! I TOLD THEM NO JAIL COULD HOLD THE SCORPION!



BY THE TIME THEY REALIZE I'VE ESCAPED, I'LL BE TOO FAR AWAY FOR THEM TO EVER FIND ME!



AFTER THEY CAPTURED ME, I OUT-SMARTED THEM BY PRETENDING TO CRACK UP! THEY RETURNED MY COSTUME TO ME IN ORDER TO CALM ME DOWN.

NOW, NOTHING CAN SAVE JAMESON AND SPIDER-MAN FROM THE VENGEANCE I'VE PLANNED FOR THEM!*

I HAD ALL THIS TIME TO REPAIR IT, AND WAIT FOR THE RIGHT TIME TO BREAK OUT!



* IN CASE YOU MISSED IT, IT WAS ALL LOVINGLY EXPLAINED IN SPIDER-MAN # 20... STAN.

MEANWHILE, UNAWARE THAT ONE OF THE STRONGEST, MOST DANGEROUS MENACES OF ALL TIME IS HEADING HIS WAY, J. JONAH JAMESON GOES ABOUT HIS BUSINESS AS PUBLISHER OF THE FAMOUS N.Y. BUGLE...

ANY NEW REPORTS ABOUT THE CAT BURGLAR, FOSWELL, OR THOSE ROBBERIES OF SCIENTIFIC EQUIPMENT?

NOTHING, MR. JAMESON! IT'S ALMOST LIKE THE LULL BEFORE THE STORM!

CAT BURGLAR? SCIENTIFIC EQUIPMENT BEING STOLEN? SOUNDS INTERESTING!



I'M IN LUCK... THERE'S BETTY NOW!

IT'S BEEN A LONG TIME SINCE I'VE SEEN HER IN SUCH A GOOD MOOD!

YOU MUST TELL ME MORE ABOUT IT!



I'LL GET MORE DETAILS FROM JONAH LATER. HE'LL BE GLAD TO TELL ME SO THAT I'LL GO OUT AND GET SOME NEWS PHOTOS FOR HIM!

I WONDER WHAT HE'D SAY IF HE EVER FOUND OUT I GET THOSE PIX IN MY IDENTITY AS SPIDER-MAN?!



I WONDER WHO SHE'S...?

WELL, HELLO THERE, PARKER! LONG TIME NO SEE!

ISN'T IT WONDERFUL? NED'S BACK TO STAY! HE FINISHED HIS EUROPEAN ASSIGNMENT!

HOLY SMOKE! IT'S THAT REPORTER SHE HAS A CRUSH ON... NED LEEDS. HE'S BACK FROM EUROPE!

YEAH... JUST WONDERFUL!



HE DIDN'T EVEN TELL ME HE WAS COMING! HE WANTED TO SURPRISE ME! WASN'T THAT SWEET OF HIM?

MAYBE HE JUST DIDN'T WANT TO SPEND A POSTAGE STAMP!

I ALWAYS SAID YOU HAD A GREAT SENSE OF HUMOR, PARKER!



BUT THEN, SUDDENLY...

NOW LOOK, OFFICER... PUT A DIME IN THE PARKING METER... I CAN PROVE IT!

MR. JAMESON! I'VE BEEN LOOKING FOR YOU!

A POLICE-MAN! WONDER WHAT'S UP?

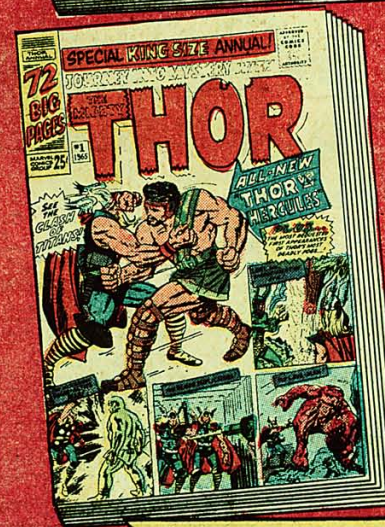
IT'S NOTHING TO DO WITH PARKING THIS TIME!



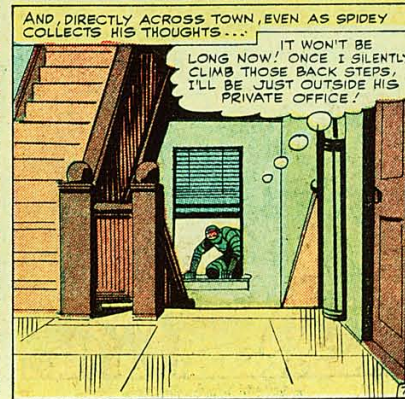
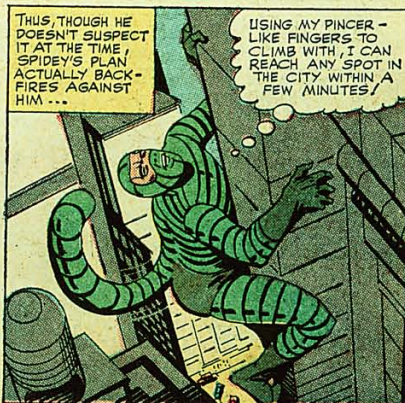
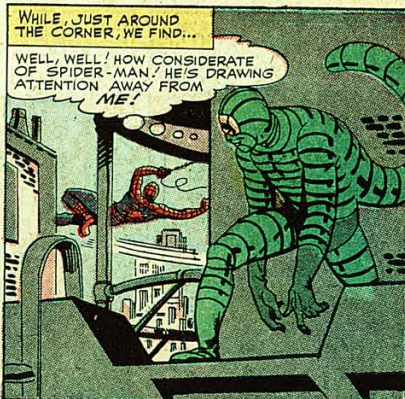


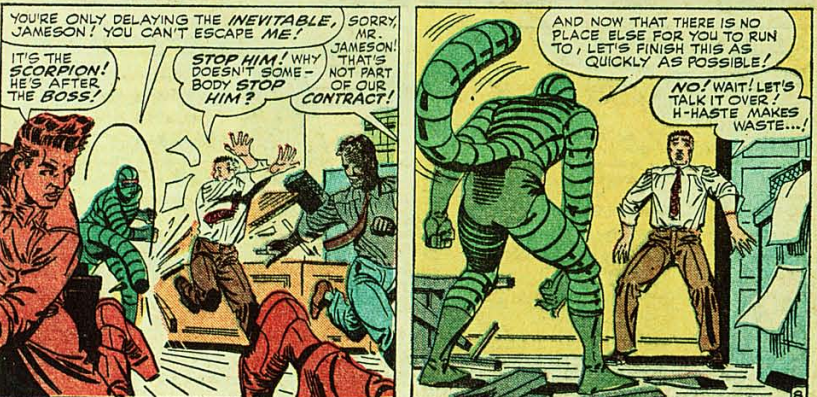
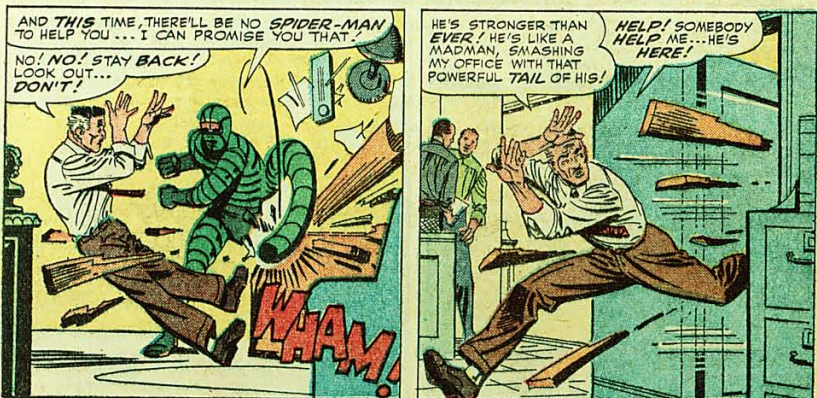
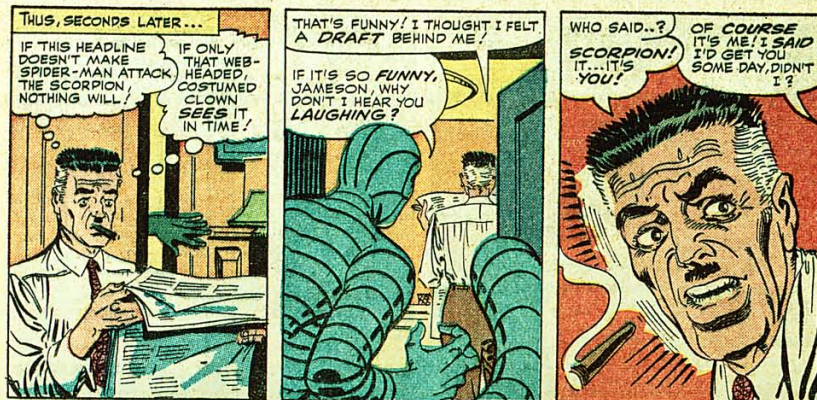
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You could be . . . If you mastered Auto Mechanics, a well-paid trade

You have been thinking of improving yourself. You would like to get a technical education, so that you can qualify for a better job and greater security. Why not consider the automotive field, one of America's greatest? Over 7 million cars and trucks are sold each year. These, added to the 57 million vehicles already in use, provide a rich source of rewarding jobs for trained mechanics. The pay is well above average, work is steady and opportunities exist in almost any community.

Train at home for a better job or your own business

You don't need a formal education or previous experience to master auto mechanics. You can learn at home by devoting a few hours each evening and week-end to training. CTI, one of America's foremost auto training schools, will send lessons that are easy to read and understand. You'll receive tools and instruments, as well as shop projects, to help you gain experience as you learn. You keep your present job and switch to your new occupation when you are ready.

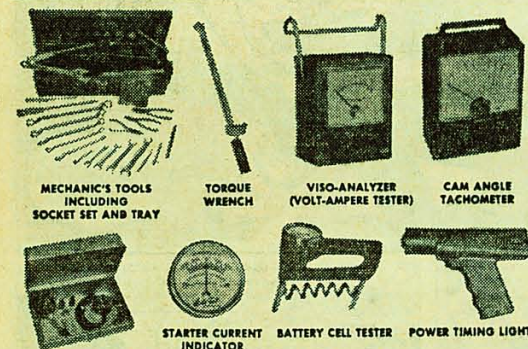
30 Job Experience Projects Included

CTI lessons are written in simple English and fully illustrated. Thousands have learned auto mechanics through lessons alone. To make it still easier to apply "lesson learning" to actual auto repairing, and to build your confidence, CTI provides each student with 30 Job Experience Projects. This practical instruction will encourage you to begin repairing cars as you train, and earn money in spare time. It will help you get experience.

Student letters prove training works

"Have started my own tune-up and brake shop."—G. Gunz, Cal. "Am proud I finished course. Have two job offers."—Barden Vance, Ind. "Am working as a mechanic and earn twice what I used to. Made \$25 a week as I trained."—Jerome Slowik, Ill. "Am now a senior auto mechanic. Made \$800 during training."—Ronald Wharton, Ind.

15 KITS OF TOOLS AND TESTING INSTRUMENTS



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Many earn cash in spare time

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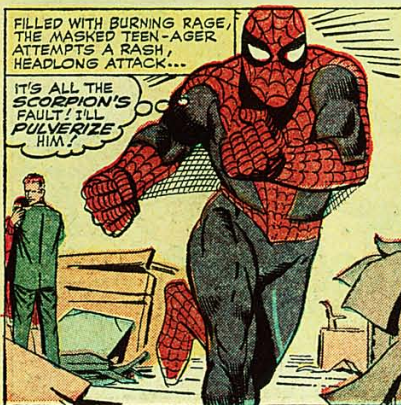
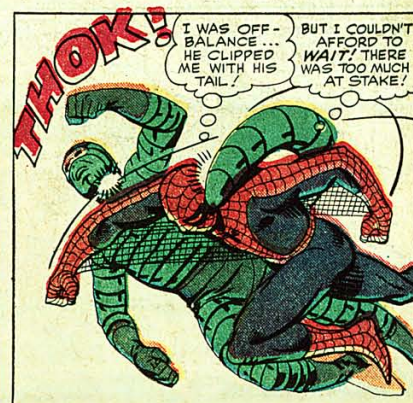
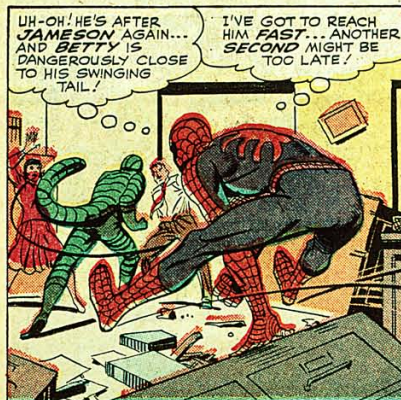
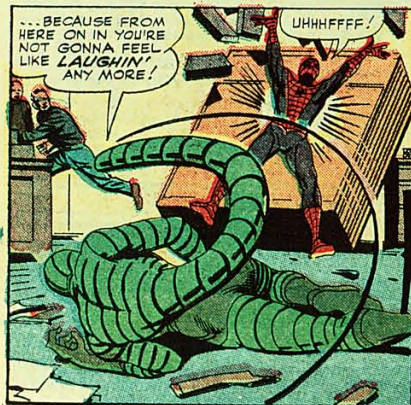
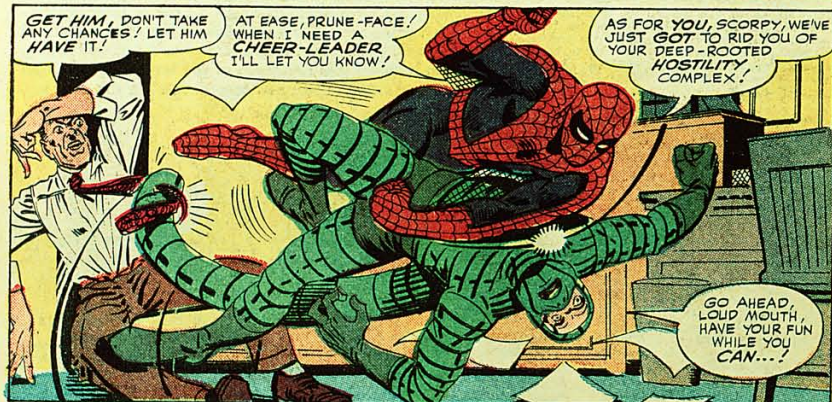
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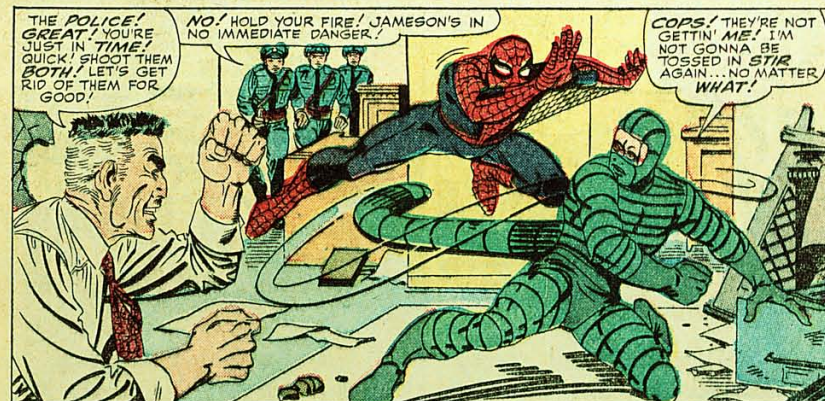
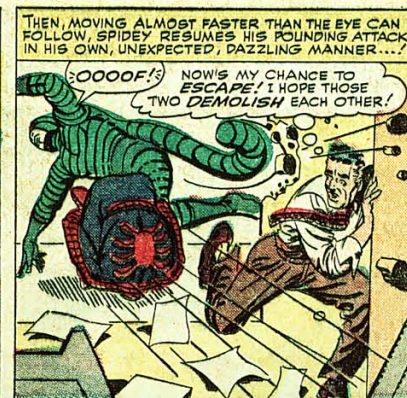
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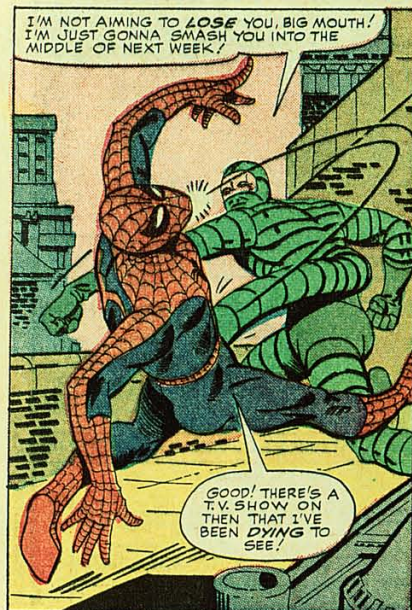
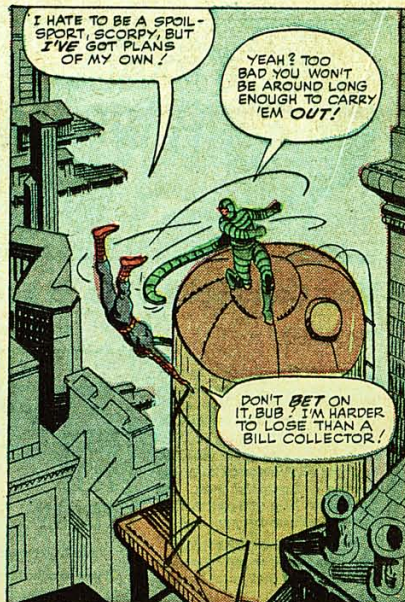
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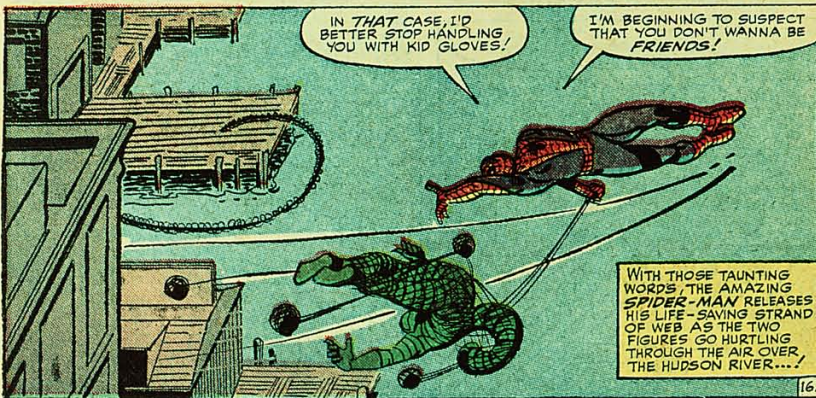
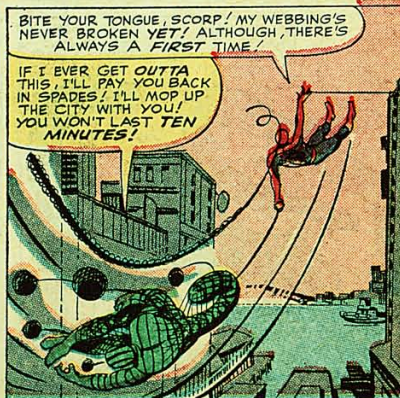
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MEANWHILE, HIGH ABOVE THE CITY'S TOWERING ROOF-TOPS, THE ONE MAN WHOM JAMESON HATES THE MOST IN ALL THE WORLD, BATTLES VALIANTLY AGAINST THE DEADLY, MERCILESS SCORPION...





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PLAY 1965 BIG LEAGUE BASEBALL GAMES

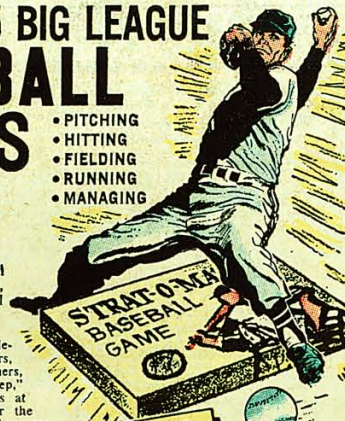
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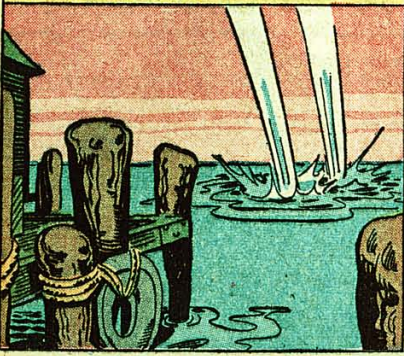
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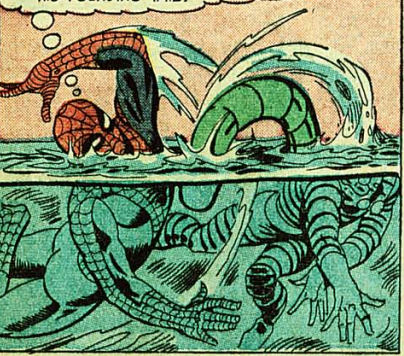
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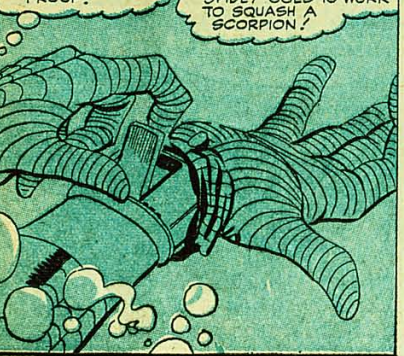
AND THEN, LIKE TWO CAREENING HUMAN METEORS, THE TWO SUPER-POWERED ANTAGONISTS PLUMMET INTO THE WATER BELOW...



EVEN IN THE WATER, MY NATURAL AGILITY MAKES IT EASY TO DODGE HIS POUNDING TAIL!



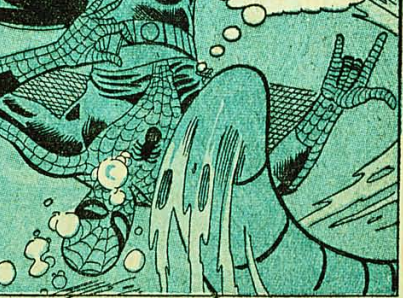
LUCKY I ORIGINALLY MADE IT WATER-PROOF!



HE HAD A CHANCE TO FREE HIMSELF OF MY WEBBING! BUT, IF I PLAY MY CARDS RIGHT, IT'S TOO LATE FOR ANYTHING TO HELP HIM NOW!



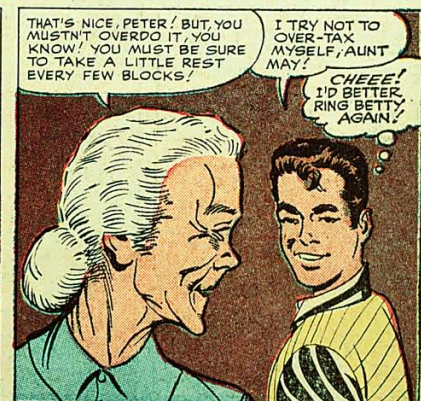
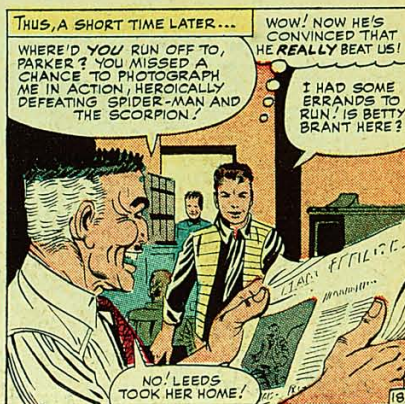
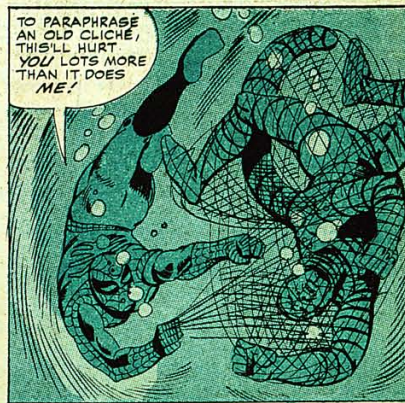
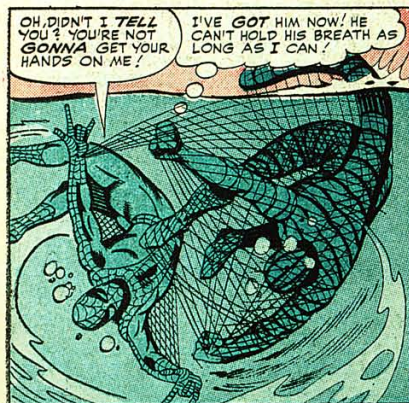
AND, WHILE HE WASTES HIS TIME THRASHING AROUND, I'LL RELOAD MY WEB-SHOOTER AND PUT MY OWN PLAN OF ATTACK INTO EFFECT!



IF YOU WANT ME, SCORPY, COME IN GET ME!

DON'T LET MY WEBBING BOTHER YOU! I JUST WANNA WRAP IT AROUND YOU TO MAKE SURE YOU DON'T GET LOST!





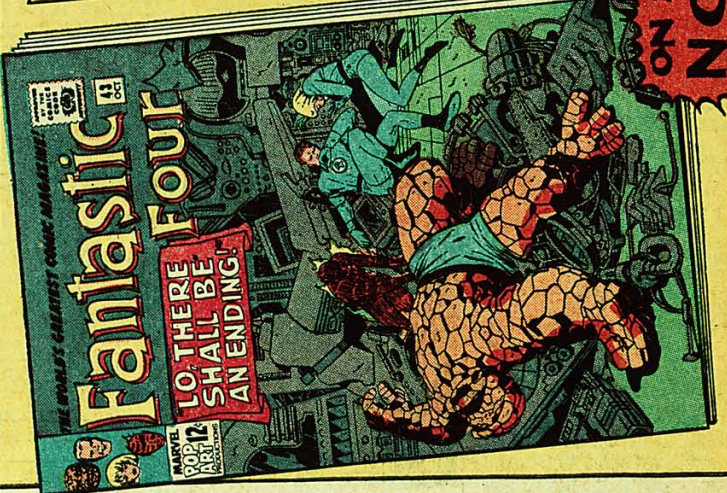
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KNOW YOUR FELLOW
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MORE NAMES:

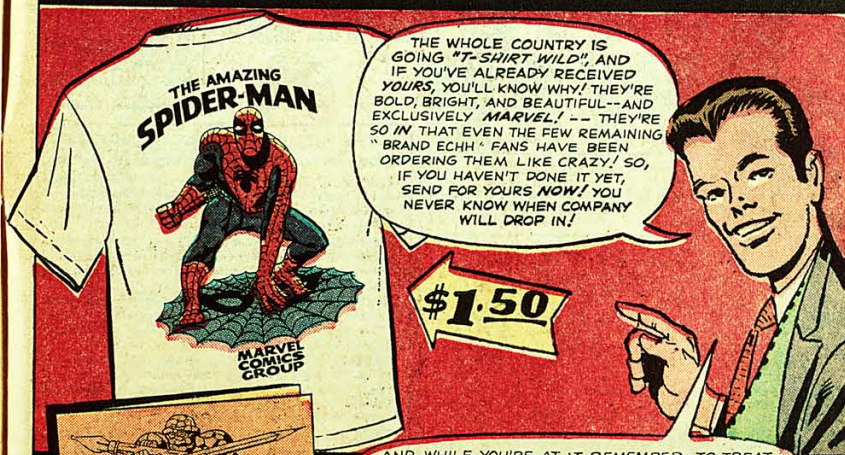
Richard Scarborough
Marta Beckwith
Forest, Calif.
Marilyn Weisfeld
Judson, Mich.
James J. Bask
Greenfield, Wis.
David Carlson
McHenry, Ill.
Michael Cole
Michigan, Ill.
Ken Free
Saratoga, Calif.
Eddie Jacobson
Tulsa, Okla.
Wichita, Kansas
Salvatore Gutierrez
Allegan, Mich.
Mike Walker
St. Louis, Mo.
Chris Kuchler
Lawrence, Kansas
Bill Collins
Lawrence, N. J.
Warren, Ohio
Bill Schubert
Fair Oaks, Calif.
Frank Brad
Staten Island, N. Y.
Mike Creighton
Randy Olen
Wayne, N. J.
Lynn
Arlington, Texas
John Irvin
Worth, Ill.
Shiroud Sames
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Larry Bird
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Philip Cox
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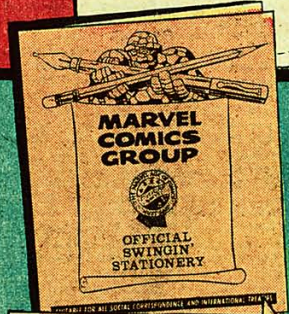


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YOUTH SIZES: ☐ SMALL ☐ MEDIUM ☐ LARGE

THE SPIDER'S WEB



—Poor Spidey! Even when he manages to beat a big, bad supervillain, his troubles are never really over. But, for a change of pace, let's see what all you web-slingers have to say this month—we can usually get a chuckle or two out of our mixed-up mail...

Dear Stan and Steve,

After giving much thought to the subject of Spider-Man and conducting a careful analysis, I have concluded that Spider-Man is distinctly unique from any other character in comicdom. I have based my hypothesis on SPIDER-MAN as a magazine. Spidey as a character has been dealt with before. The following is my analysis of the element Spider-Man. The name Spider-Man comes from the amazing Spiderium, which has the properties of excitement, adventure, and realism. Spiderium is a relatively new element, having been successfully made by the madmen at the laboratories of the Marvel Bullpen in 1962, and placed in the *Amazing SPIDER-MAN* magazine. In chemistry, one speaks of isotopes, and Spiderium thus far has had 25, and the number in the future seems infinite. In its molecular form, Spiderium is known as Spider-Man. Spiderium has two nuclei—one is great stories by Stan Lee, the other is stupendous artwork by Steve Ditko. The electrons are the readers, especially the ones that write in to the Spider's Web as they revolve around the two nuclei. So you see, there is the scientific explanation of Spider-Man. Now, as a final word of scientific advice for future isotopes (ish's) keep those test-tubes, (pens) going. Spider-Man is a perfect compound of what all readers seek. Keep the stories coming, fellas. 'Nuff said!

Bill Kaghian, 165 Windsor Rd.
Asheville, N.C.

How about that? We've been panned, razed, roasted, and toasted before, but we've never been chemically analyzed! We appreciate it, Doc, and if your friendly neighborhood alchemist runs out of Spiderium, don't despair—we hear that the A&P is having a sale on it next week!

—Well, the SPIDER-MAN ANNUAL is on sale right now—which means it's probably already sold out at most newsstands. If you were lucky enough to have gotten one, you know how great it is. But, for those hapless thousands who arrived too late—vainly clutching their 23¢ with tears of disappointment welling up in their baby blues, we'll mention the contents briefly, so that it won't be a total loss. Besides featuring three Spidey classics from his earliest days, the Annual leads off with a full-length original yarn, guest-starring none other than Dr. Strangelove! It's the kind of wonderful, whacky story you never expected Peter Parker to star in, and it has more amazing twists than a hairpin! But, we don't want to say too much about it—you might think we're bragging!

—But we HAVE to tell you this—there is no greater Annual on sale now (or ever!) than the fabulous FANTASTIC FOUR ANNUAL! It features a story which will be talked about as long as the Marvel Age endures—"The Wedding of Reed and Sue"! But, the big news is this—there are more super-heroes and villains in this dazzling drama than you have ever seen in any one story—or in any half-dozen stories! You'll meet almost every Marvel character in existence somewhere in the tale, and don't forget to watch for Spidey himself—he comes in when you least expect him! The FANTASTIC FOUR ANNUAL—if you buy no other magazine this year, it's a MUST!

Please address your letters to:
THE MARVEL COMICS GROUP
SECOND FLOOR
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NEW YORK 10022
N.Y.

THE MIGHTY MARVEL CHECKLIST

A Line-Up Of Some Of The Marvel-ous Mags On Sale Right Now!
FANTASTIC FOUR #43: This is the payoff of the F.F.'s most deadly battle! You'll learn the dramatic fate of the Thing, as well as the startling secret of the Human Torch! Truly, this epic will make magazine history!

AVENGERS #20: Fans everywhere are talking about the unexpected drama, the powerful appeal of this newest of Marvel fighting groups! You too will gaze in wonder at what befalls the Swordsman!

X-MEN #13: Of all the super-villains since time immemorial, possibly none have ever equalled the juggernaut in sheer power or stark savagery! And now, he faces the seemingly helpless X-men!

DAREDEVIL #9: A completely different type of adventure for D.D.! He dares to invade a killer's castle in another country, and runs into one of the strangest dangers any costumed hero has ever faced. Also, he finally consents to an eye operation, and—but why not see for yourself!

THOR #120: All we have to tell you about this sensational issue is that it features the return of one of Thor's most spectacular foes! Because you demanded him we present the return of the Absorbing Man!

STRANGE TALES #137: Nick Fury, Agent of Shield, realizes that Hydra has finally begun its most daring attack upon the human race! Also, you'll see the battle you never expected when Dr. Strange confronts the Ancient One himself!

SUSPENSE #70: Iron Man reaches new heights of glory in this unforgettable saga of the Titanium Man, as death once again embraces a Marvel character! While Captain America's dilemma is too fearful to describe on this page!

ASTONISH #72: The imagination of Stan Lee—the art of Adam Austin—make Sub-Mariner's thriller, a breath-taking spectacle as Lady Dorma meets a dreadful fate! As for the Hulk, this one has to be seen to be believed!

SGT. FURY #22: Only mighty Marvel could present an epic like this! Against the background of World War Two's famous Ploesti air raid, Fury and Bull McEwen fight their own private war, as only they can! It's a swingin', slam-bang sensation!

Dear Stan and Steve,

I have been reading some of the recent issues of TALES OF SUSPENSE and they have been featuring old stories of Captain America and Bucky, so why not have some stories in SPIDER-MAN telling about what happened to Peter Parker's mother and father, because he had to have a mother and father to be born.

Gary Bartlett, 22 E. Osceola St.
Stuart, Florida

Now there is one of the most startling revelations we've read in weeks! We thank you, Gary, for a most sobering lesson in biology, and promise to give it all due and proper consideration as soon as the shock wears off! (Also, by stalling for time this way, we'll have a chance to try to figure out what did happen to Spidey's mother and dad!)

CHEE! Have you noticed the sorry mess of Marvel IMITATIONS making the scene lately? Imitation may be the sincerest form of flattery and all that jazz, but we wanna make darn sure no dyed-in-the-wool Marvel madman gets stuck with one of those inferior "Brand Echh" versions of the real thing!

So, lull yourself to sleep each night with these imperishable words: "It isn't a Marvel masterpiece unless it SAYS Marvel on the cover trademark!" Don't ever settle for less—you're too important to us! —Remember—we found you first!

—Before we forget, the THOR ANNUAL and the SGT. FURY ANNUAL are also on sale now! It's the first ish for both, and the ones in the bullpen really knocked themselves out to make sure they'll be the hits they deserve to be! The THOR ANNUAL features the battle which all of fandom has been clamoring for—"Thor vs. Hercules"! Never have you seen such power—such drama—such epic pageantry! And wait'll you see King Kirby's rendition of Hercules—he's like WOW! As for the SGT. FURY ANNUAL, it's merely magnificent! You'll see the Howlers battling in Korea—two decades after World War Two! They're older, tougher, and greater than ever—and you'll see Nick receive a battlefield commission for gallantry in action! We never expected a war mag to become one of our standout sensations, but this ish will show you why SGT. FURY is at the top of the mighty Marvel best-seller list!

Dear Stan and Steve,

I believe that I have finally deduced the reason why SPIDER-MAN is fast becoming the worst of all your mags. You are featuring J. Jonah entirely too much. J. Jonah has held center stage in four of the last six issues. Now, I admit he does add something to the uniqueness of this mag, but even the greatest of characters can be overused. (You guys proved this with Magneto in the X-MEN.) SPIDER-MAN #25 was, thank Asgard, about as far as you could go. I mean, using Jameson as the lone villain made the mag pretty sick. If you value yours truly's loyalty, don't repeat this disaster. And, oh yes, just so Steve won't feel slighted, I must say that Ditko is probably the worst artist ever to hold a job for any noticeable length of time in the Marvel bullpen.

H. Doyle Abernathy, 2628 East 24th St.
Granite City, Ill.

—*Whew!* —We sure are glad you wrote that last sentence, Doyle! We thought you were serious until we read it — now we know you've gotta be kidding!

—Special note: We want to thank the editors of New York's famous VILLAGE VOICE for the wonderful write-up they gave the Marvel Group, and the FANTASTIC FOUR and SPIDER-MAN in particular. We're frankly flattered and pleased as punch! 'Nuff said!

Dear Stan and Steve,

Let's face it, gang, ol' Spidey is the living end in super-human heroes. His treatment is so realistic, it scares me. His troubles are splendidly used to add that extra drama to each and every epic tale. Sunny Steve is the only artist for Webhead; please get him to do more covers like #18. Wow, was that a masterpiece and a half! While I'm handing out the kudos, let's not forget the guy who started the Marvel Age (hats off), good ol' Stan Lee! He certainly puts his heart into each story. Sure, not every one is as good as the last, but how can they be when Stan sets such a darned high standard? All I want now is for Spidey to meet the X-Men (I sure dig those fellas). Till then, thanks a zillion, and keep those mags coming. You are A-okay in my book.

John Hudson, 2 Rydal Gardens
Hounslow, Middlesex, England

Thanks, Johnny. Your kind words went straight to our hearts. Letters like yours make all our toil seem worth while. (And, of course, the pay checks don't hurt, either!)

—We're running out of room, so we can only mention briefly that the MARVEL TALES ANNUAL goes on sale Aug. 1st! It features the complete "Origin of the Avengers"—the complete "Origin of the X-Men"—the complete "Origin of Dr. Strange"—a complete tale of the incredible Hulk, from the bygone days when he was featured in his own magazine—and other surprises. With a lineup like that, who needs a hard sell! Just get to your newsstand early!

Make out check or money order to:
M.M.M.S. MARVEL COMICS GROUP
625 MADISON AVE., NEW YORK, N.Y. 10022
Hi Gang! Let's face it, I'm a Marvel Madman too! Here's my hard earned buck! Rush those nutty gizmos to...

Name _____ Address _____
City _____ State _____ Age _____
School, College or Occupation: _____

Dear Stan and Steve,

Keep up the good work that you boys are doing. I just love your mags so much that I even subscribed to one of them. I like your SPIDER-MAN the most because I read of him before he even became famous. Why don't you have him make up with Betty because it makes me sick when they fight like that. What ever happened to J. Jonah Jameson's son? I remember that he appeared in one of Spider-Man's earlier series. Will he ever appear again? By the way, does he, like his father, hate Spider-Man? I hope not because I kind of liked him. He seemed like a clean-cut boy. Well, that's all I have to say for myself besides telling you to keep up with all the great work that you have been doing. Don't forget it's the Marvel Age!
Joseph Silvera, 584 River St.
Paterson, N.J.

That's what we keep telling them down at Brand Echh, Joey! As for Jonah's son, you know as much about him as we do! Nobody seems to have heard about him all these months. But, if we run into him, we'll mention that you asked about him—okay?

Dear Steve and Stan,

I decided to reverse your names for two super-duper reasons. Reason 1) It is most refreshing to see a non-Lee plot (ish #25). I haven't seen a worthwhile one of those since I discovered Marvel and before. The Ditko dimension of art was up to par as usual, also. Reason 2) Steve is my own first name. Don't publish Steve's picture. Let us preserve the air of mystery over this camera-cracker and not ruin a good copy of Spidey!

Steven Russell,
Oxnard Beach, Calif.

You got yourself a deal, Steve! Now, if we can just find Lee again! Ever since reading your letter, he's been out searching for a fan whose first name is Stan—just to get even!

—We've just got room to say we hope you're enjoying your nutty Marvel T-shirts as well as your swingin' stationery! We're working like mad to bring you many other unusual and exciting items in the months to come, so keep watching. And remember to keep your M.M.M.S. membership pin in a safe place—it's becoming the biggest "in" thing in town!

Dear Stan and Steve,

I have just read SPIDER-MAN #25 and it's my opinion that it could have been better. As I turned the cover over to the introduction page, there was this goofy-looking robot with J.J.J.'s ugly face on it. I think you could have made a more sensible-looking robot. Also, on page 4 Peter Parker should have had enough brains not to urge J.J.J. to look at the robot, because there might be a potential threat in the device anyway. From this letter you might think I'm just a criticizing reader or that I'm against Spider-Man (perish the thought), but I'm not. Spider-Man is at the head of my costumed hero list! Well, that's about it, so I'll say so long to the Fathers of Super-Hero Greatness!!
Ricky Romano, 3505 Ave. C
Birmingham, Ala.

Wow! Are we gonna take a ribbing from the guys in the bullpen when they read what you called us? We never can tell whether letters such as yours are knocks or boosts, Ricky—but we get a big charge out of them all the same.

—Instead of giving you a big pitch for our next ish of SPIDER-MAN, we'll merely say that it's written by Stan, drawn by Steve, and produced in the usual Marvel manner. In other words, it's the greatest! Get it! See ya next ish! And, if you run into Irving Forbush, tell him to get rid of that nutty pet scorpion of his!

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